

02/26/97

12:50

P97000018053

NO. 001

2/26/97

FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET

11:23 AM

((H97000003340 1))

TO: DIVISION OF CORPORATIONS

FAX #: (904) 922-4001

FROM: FAS-T CORP. AGENTS, INC.
CONTACT: LIDIA FERNANDEZ
PHONE: (305) 599-0839

ACCT#: 071001002335

FAX #: (305) 716-0346

NAME: SSHOOD, INC.

AUDIT NUMBER.....H97000003340

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 4

CERT. COPIES.....1

DEL.METHOD.. FAX

EST.CHARGE.. \$122.50

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX
AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

RECEIVED
97 FEB 26 AM 10:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED
97 FEB 26 PM 1:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

nc 2/26/97

02/26/97

12:50

H97000003340

FILED
910 FEB 26 PM 1:24
NO. 492
D02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
SSHOOP, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation:

ARTICLE I: NAME OF THE CORPORATION

The name of the corporation is SSHOOP, INC., hereinafter referred to as the "Corporation".

ARTICLE II: PRINCIPAL OFFICE AND MAILING ADDRESS

The address of the principal office and the mailing address of the Corporation is at 20030 N.W. 3rd Court, Miami, Florida 33169.

ARTICLE III: DURATION OF THE CORPORATION

The period of duration of the Corporation shall be perpetual unless dissolved according to law.

ARTICLE IV: PURPOSE OF THE CORPORATION

The purpose for which the Corporation is organized is to engage in any and all lawful business for which corporations may be incorporated under Chapter 607, Florida Statute, as amended.

ARTICLE V: AUTHORIZED SHARES

The Corporation is authorized to issue Ten Thousand (10,000) shares of common stock with a par value of \$1.00 per share. All stock shall be of one class. The Board of Directors may authorize the issuance of such stock to such person(s) upon such terms and for such consideration as they may deem appropriate. The consideration may consist of any tangible or intangible property or

STANLEY B. LEWIS, ESQUIRE
8255 N.W. SEVENTH AVENUE
MIAMI, FL 33150
(305) 751-8934
FLA. BAR #: 0797022

H97000003340

H97000003340

benefit to the Corporation, including cash, promissory notes, services performed, promises to perform services evidenced by a written contract, or other securities of the Corporation.

ARTICLE VI: PREEMPTIVE RIGHTS

The Corporation elects to have preemptive rights. Every shareholder, upon the sale for cash of any new or reissued stock of the Corporation, shall have the right to purchase his pro-rata share thereof at the price at which it is offered to others.

ARTICLE VII: INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the Corporation's initial registered office is 20030 N.W. 3rd Court, Miami, Florida 33169 and RICARDO E. EDWARD is the registered agent at that office.

ARTICLE VIII: INITIAL BOARD OF DIRECTORS

The Corporation shall have one (1) director constituting the initial Board of Directors. The number of directors may be increased or decreased from time to time by the ByLaws.

The initial Board of Directors of the Corporation shall be comprised of:

RICARDO E. EDWARD
20030 N.W. 3rd Court
Miami, FL 33169

ROBERTO BAILEY
PSC 02 Box 1838
APO AA, Miami, FL 34002

ARTICLE IX - AMENDMENTS

These Articles of Incorporation may be amended by the shareholders or board of directors, in the manner now or hereinafter prescribed by statute or set forth in the Corporation's ByLaws, so long as same does not conflict with the Florida Statutes.

H97000003340

H97000003340

ARTICLE X: INCORPORATOR

The incorporator of the Corporation is as follows:

RICARDO E. EDWARD
20030 N.W. 3rd Court
Miami, FL 33169

IN WITNESS WHEREOF, I, RICARDO E. EDWARD, the undersigned incorporator, have signed these Articles of Incorporation on this 24 day of February, 1997 and acknowledged the same to be my act.


RICARDO E. EDWARD

STATE OF FLORIDA)
COUNTY OF DADE)

The foregoing instrument was sworn to before me this 24th day of February, 1997 by RICARDO E. EDWARD, who personally appeared before me at the time of notarization, and who is personally known by me or who has provided Florida Driver's License as identification.

NOTARY PUBLIC:

SIGN: Stanley B. Lewis

PRINT: STANLEY B. LEWIS
STATE OF FLORIDA AT LARGE



STANLEY B. LEWIS
My Commission CCA07757
Expires Sep. 18, 1998
Bonded by HAI
800-427-1855

H97000003340

H97000003340

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON
WHOM PROCESS MAY BE SERVED**

Pursuant to the provisions of Chapters 48.091 and 607.0501 of the Florida Statutes, the following is submitted, in compliance with said Acts:

First--That SSHOOD, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at City of Miami, County of Dade, State of Florida, has named RICARDO E. EDWARD located at 20030 in the City of Miami, County of Dade, State of Florida, as its agent to accept service of process within this state.

-Acceptance of Agent-

ACKNOWLEDGEMENT:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

BY: 

RICARDO E. EDWARD

DATE: 24 February, 1997

FILED

97 FEB 26 PM 1:24

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

H97000003340